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DK P BK 156 PG 156  
DESO TO COUNTY, MS  
W.E. DAVIS, CH CLERK

This instrument was prepared by  
and return when recorded to:

Sidley Austin LLP  
1 South Dearborn  
Chicago, Illinois 60603  
Attention: Kristopher J. Clemmons  
Phone: 312-853-7634

6795 Pasadena Drive  
Horn Lake, Mississippi

#### MEMORANDUM OF LEASE

**THIS MEMORANDUM OF LEASE**, made this 26th day of October, 2012, by and between PM RENTALS, an Illinois general partnership, whose address is 320 Old Bloomfield Road, Vienna, Illinois, 62995, with copies to: 1107 Chickadee Circle, Hermitage, Tennessee, 37076 and 400 Tower Square Plaza, P.O. Box 400, Marion, Illinois, 62959, phone: 618-998-1123, Lessor, and the Heartland Pump Rental and Sales, Inc., an Illinois corporation, with offices at 6795 Pasadena Drive, Horn Lake, Mississippi, phone: 856-467-4215, Lessee,

#### WITNESSETH:

By Lease (the "Lease") of even date herewith Lessor has demised and leased to Lessee, the following described premises situated in the City of Horn Lake, County of DeSoto, State of Mississippi, more particularly described as set forth in Exhibit "A" annexed hereto and made a part hereof.

Together with all buildings, improvements, equipment, fixtures, appliances, and other facilities of every nature (except any and all underground storage tanks, pipes and lines, and stored materials) owned or controlled by Lessor and located or to be erected or installed by Lessor thereon; and all rights, alleys, rights-of-way, easements, appurtenances thereunto belonging or in anywise appertaining; and all rights of Lessor in and to any public or private thoroughfares abutting the above-described premises, all being hereinafter referred to as the "Demised Property".

To Have And To Hold unto Lessee for a term commencing on the 26th day of October, 2012, and ending on the 26th day of October, 2013; Lessee shall have the right, at its option, to extend the initial term of the Lease for two (2) consecutive extension terms, each being one (1) year in length.


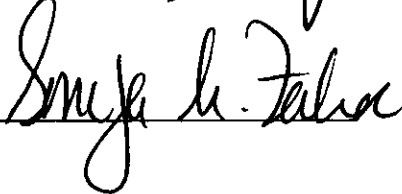
THE RENTAL FOR THE DEMISED PREMISES, CERTAIN EXTENSION AND CANCELLATION PRIVILEGES, AND A RIGHT OF FIRST OFFER AND ALL OTHER COVENANTS, CONDITIONS AND TERMS ARE SET FORTH IN THE LEASE AND ARE HEREBY ADOPTED HEREIN AND MADE A PART HEREOF BY REFERENCE TO THE SAME FULL EXTENT AS IF ALL THE COVENANTS, CONDITIONS AND TERMS THEREOF WERE FULLY SET FORTH HEREIN.

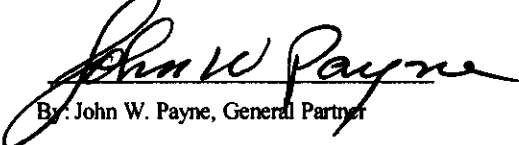
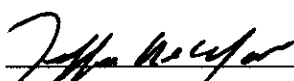
IN WITNESS WHEREOF, the parties hereto have duly signed this Memorandum of Lease the day and year first above written.

WITNESS:

Lessor:

PM RENTALS, an Illinois general partnership

By:   
By: 

  
By: John W. Payne, General Partner  
  
By: Jeffrey Neil Martih, General Partner

WITNESS:

Lessee:

Heartland Pump Rental and Sales, Inc.,  
an Illinois corporation

By: \_\_\_\_\_  
By: \_\_\_\_\_

By: \_\_\_\_\_  
Its: \_\_\_\_\_

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IN WITNESS WHEREOF, the parties hereto have duly signed this Memorandum of Lease the day and year first above written.

WITNESS:

Lessor:

PM RENTALS, an Illinois general partnership

By: \_\_\_\_\_

\_\_\_\_\_

By: John W. Payne, General Partner

By: \_\_\_\_\_

\_\_\_\_\_

By: Jeffrey Neil Martin, General Partner

WITNESS:

Lessee:

Heartland Pump Rental and Sales, Inc.,  
an Illinois corporation

By: Timothy D. Elgan

By: Anne Denny

By: \_\_\_\_\_

Its: Vice President & Treasurer

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ACKNOWLEDGMENTS

DK P BK 156 PG 160

STATE OF ILLINOIS

COUNTY OF WILLIAMSON

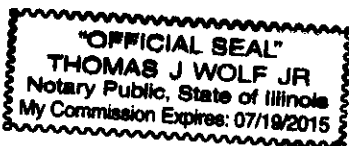
Personally appeared before me, the undersigned authority in and for the said county and state, on this 24<sup>th</sup> day of October, 2012, within my jurisdiction, the within named y, who acknowledged that (he)(~~she~~)(~~they~~) executed the above and foregoing instrument.

John W Payne

Thomas J Wolf Jr (NOTARY PUBLIC)

My commission expires:

\_\_\_\_\_ "



(Affix official seal, if applicable)

STATE OF ILLINOIS

COUNTY OF WILLIAMSON

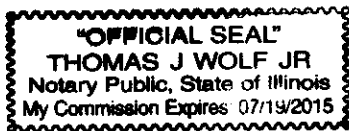
Personally appeared before me, the undersigned authority in and for the said county and state, on this 24<sup>th</sup> day of October, 2012, within my jurisdiction, the within named y, who acknowledged that (he)(~~she~~)(~~they~~) executed the above and foregoing instrument.

Jeffrey Neil MARTIN

Thomas J Wolf Jr (NOTARY PUBLIC)

My commission expires:

\_\_\_\_\_ "



(Affix official seal, if applicable)

## ACKNOWLEDGMENTS

STATE OF \_\_\_\_\_

COUNTY OF \_\_\_\_\_

Personally appeared before me, the undersigned authority in and for the said county and state, on this \_\_\_\_ day of \_\_\_\_\_, 20\_\_\_\_, within my jurisdiction, the within named \_\_\_\_\_, who acknowledged that (he)(she)(they) executed the above and foregoing instrument.

\_\_\_\_\_(NOTARY PUBLIC)

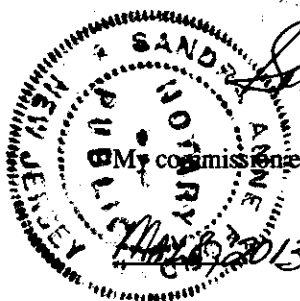
My commission expires:

\_\_\_\_\_ "

(Affix official seal, if applicable)

STATE OF NEW JERSEYCOUNTY OF GLoucester

Personally appeared before me, the undersigned authority in and for the said county and state, on this 2<sup>TH</sup> day of OCTOBER, 2012, within my jurisdiction, the within named ANNE DENNY who acknowledged that (he)(she)(they) executed the above and foregoing instrument.



Sandra Anne Fors (NOTARY PUBLIC)

SANDRA ANNE FORS

(Affix official seal, if applicable)

EXHIBIT A

Legal Description

Lot 65, Section F, Goodman & 51 Commercial & Industrial Subdivision, in Section 35,  
Township 1 South, Range 8 West, DeSoto County, Mississippi, as per Plat thereof recorded in  
Plat Book 60, Page 35, in the Office of the Chancery Clerk of DeSoto County, Mississippi.  
This improved property also known as 6795 Pasadena Drive, Horn Lake, Mississippi, 38637.